

# EXHIBIT C

Exhibit M

Prohibited Uses

As used in this Lease, the term “***Prohibited Uses***” shall mean any of the following uses:

A. As to the Shopping Center, any of the following uses:

(1) Any use which emits or results in strong, unusual or offensive odors, fumes, dust or vapors, is a public or private nuisance, emits noise or sounds which are objectionable due to intermittence, beat, frequency, shrillness or loudness, creates a hazardous condition, or is used, in whole or in part, as or for warehousing or the dumping or disposing of garbage or refuse.

(2) Any operation primarily used as a storage facility and any assembling, manufacturing, distilling, refining, smelting, agricultural, or mining operation;

(3) Any “second hand” store or “surplus” store;

(4) Any mobile home park, trailer court, labor camp, junkyard, or stockyard (except that this provision shall not prohibit the temporary use of construction trailers during periods of construction, reconstruction, or maintenance);

(5) Any dumping, disposing, incineration, or reduction of garbage (exclusive of trash compactors or trash containers located near the rear of any building);

(6) Any fire sale, bankruptcy sale (unless pursuant to a court order), auction house operation, fictitious going-out-of-business sale, lost-our-lease sale or similarly advertised event;

(7) Any central laundry or dry cleaning plant, or laundromat (except that a dry cleaner that performs all dry cleaning outside the Shopping Center shall be permitted if Landlord consents thereto, which consent may be granted or withheld in Landlord’s sole and absolute discretion, so long as its on-site premises are not located on the same floor of the Shopping Center as the Premises);

(8) Any automobile, truck, trailer, boat, or recreational vehicle sales, leasing, display or body shop repair operation;

(9) Any bowling alley or skating rink;

(10) Any live performance theater, auditorium, meeting hall, sporting event, or other entertainment use;

(11) Any living quarters, sleeping apartments, or lodging rooms, except that a first class hotel may be located in the Expansion Space;

(12) Any veterinary hospital or animal raising or boarding facilities (except to the extent permitted below);

(13) Any mortuary or funeral home;

(14) Any “Pornographic Use”, which shall include, without limitation: (x) a store displaying for sale or exhibition books, magazines or other publications containing any combination of photographs, drawings or sketches of a sexual nature, which are not primarily scientific or educational [provided, however, that the sale of books, magazines and other publications of the type commonly sold by first class bookstore of the type normally located in first-class shopping centers in the State in which the Shopping Center is located (such as, for example, Borders and Barnes & Noble, as said stores currently operate) shall not be deemed a “pornographic use” hereunder]; or (y) a store offering for

1 exhibition, sale or rental video cassettes or other medium capable of projecting,  
2 transmitting or reproducing, independently or in conjunction with another device,  
3 machine or equipment, an image or series of images, the content of which has been rated  
4 or advertised generally as NC-17 or "X" or unrated by the Motion Picture Rating  
5 Association, or any successor thereto [provided, however, that the sale or rental of  
6 videos of the type commonly sold or rented by a national video store of the type normally  
7 located in first-class shopping centers in the State in which the Shopping Center is  
8 located (such as, for example, Blockbuster or West Coast Video, as said stores currently  
9 operate) or of the type commonly sold by a first class electronics store such as Best Buy  
10 as said stores currently operate shall not be deemed a "pornographic use" hereunder]; or  
11 massage parlor [except for therapeutic massages given in connection with the operation  
12 of a day spa or health club which may otherwise be permitted under this Exhibit M];

13 (15) Any so-called "head shop", or other establishment primarily selling or  
14 exhibiting drug-related paraphernalia;

15 (16) Any bar, tavern, or other establishment selling alcoholic beverages for on-  
16 or off-premises consumption, except for sales incidental to the operation of a restaurant  
17 permitted in accordance with (35) below;

18 (17) Any catering or banquet hall;

19 (18) Any flea market, amusement or video arcade, pool or billiard hall, night  
20 club, discotheque, or dance hall, except that video games and family oriented billiards  
21 may be operated as a part of a use permitted in (32) and video games may be an  
22 incidental part of a use permitted in (35);

23 (19) Any training or education facility, including but not limited to: beauty  
24 schools, barber colleges, reading rooms, places of instruction or other operations catering  
25 primarily to students or trainees rather than to customers; provided, however, this  
26 prohibition shall not be applicable to on-site employee training by an occupant incidental  
27 to the conduct of its business at the Shopping Center, except that children's education  
28 centers such as Score, Kuman or Kaplan that are customarily found in first class retail  
29 shopping centers may be located on the first and third floors of the Shopping Center;

30 (20) Any gambling facility or operation, including but not limited to: off-track  
31 or sports betting parlor; table games such as black-jack or poker; slot machines; video  
32 poker/black-jack/keno machines or similar devices; or bingo hall.

33 (21) Any unlawful use;

34 (22) Any pawn shop, gun shop, or tattoo parlor, provided, however that gun  
35 sales shall be permitted as a part of the operation of a full-line sporting goods store;

36 (23) Any church or other place of religious worship;

37 (24) Any car wash, automobile repair shop, or any business servicing motor  
38 vehicles in any respect, including, without limitation, any quick lube oil change service,  
39 tire center or gasoline or service station or facility, provided, however that a business  
40 installing, as a part of the sale thereof to a customer, car stereos, cell phone equipment  
41 and similar devices into cars shall be permitted.

42 (25) Any carnival, amusement park or circus;

43 (26) Any medical clinics or medical offices, except that first class medical  
44 offices (but not clinics), of the type commonly found in first class shopping centers may  
45 be located on the first or third floor of the Shopping Center, provided that such use shall  
46 be treated as "office use" and shall be subject to the limitations set forth in (28);

1 (27) Any supermarket, except one upscale, boutique-type food store of the type  
2 normally operated in the Washington D.C. metropolitan area (such as, by way of  
3 example, Zagara's, Whole Foods, Fresh Fields, or Wild Oats);

4 (28) Any office use, other than: (x) office space used in connection with and  
5 ancillary to a permitted retail use hereunder; and (y) retail offices providing services  
6 commonly found in similar first-class shopping centers in the Washington D.C.  
7 metropolitan area (for example, financial services, real estate brokerage, insurance  
8 agency, banking, travel agency), provided that such uses are located on the first or third  
9 floors of the Shopping Center, and not more than ten thousand (10,000) square feet of  
10 Floor Area in the Shopping Center, in the aggregate (including therein first class medical  
11 offices permitted under (26)), shall be devoted to such uses.

12 (29) hotel/motel, except that one first class hotel may be constructed and  
13 operated in the Expansion Area if all parking requirements set forth in the Condominium  
14 Documents are satisfied without amendments thereto;

15 (30) daycare center;

16 (31) pet store or veterinary office, except that a full line pet and pet supply store  
17 with or without a veterinary office that is incidental to such full-line pet and pet supply  
18 may operate in at least 10,000 square feet of Floor Area provided that it is located on the  
19 first or third floors of the Shopping Center; such occupant shall use reasonable efforts to  
20 prevent its customers from allowing their pets to urinate or defecate in the Common  
21 Areas and will promptly remove any "dog dirt" from the Common Areas;

22 (32) children's entertainment or activity facility (such as "Discovery Zone", or  
23 "Chuck E. Cheese's"), except that such facilities may be located on the first and third  
24 floors of the Shopping Center;

25 (33) karate center, except that such facilities may be located on the first and  
26 third floors of the Shopping Center;

27 (34) movie theater;

28 (35) restaurant serving meals for on- or off-premises consumption except that  
29 such facilities may be located on the first and third floors of the Shopping Center and any  
30 eating facilities that are part of a permitted supermarket shall be permitted within such  
31 supermarket wherever located and incidental uses of a retail store such as Barnes and  
32 Noble or Borders, as such stores currently operate, for a first class coffee/snack bar shall  
33 be permitted as a part of such tenants uses. Best Buy shall also be permitted to have a  
34 first class coffee/snack bar similar to those currently operated by Barnes & Noble and  
35 Borders as an incidental part of its use;

36 (36) beauty parlor or nail salon except that such facilities may be located on the  
37 first and third floors of the Shopping Center; or

38 (37) health spa, exercise facility or similar type business except that one such  
39 facility may be located on the third floor of the Shopping Center.

40 (38) tanning facilities (unless operated incidental to a use permitted under (37));

41 (39) any facility related to the occult sciences, such as palm readers, astrologers,  
42 fortune tellers, tea leaf readers or prophets;

43 (40) a frozen food locker or sales facility;

44 (41) a milk distribution center;

45 (42) a nursing home or old age center;

1 (43) any use prohibited by the Condominium Documents.

2 B. As to Related Land, any of the uses listed in Items 1, 2, 4, 5, 14, 15, 21, 22, and 25  
3 above.